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*Counsel for the UAW, USW and  
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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:	:	Chapter 11
SEARS HOLDING CORPORATION, <i>et al.</i> ,	:	Case No.: 18-23538 (RDD)
Debtors. <sup>1</sup>	:	(Jointly Administered)

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovol Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SRC Sparrow 1 LLC (None); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); SRC Sparrow 2 LLC (None); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); SRC O.P. LLC (None); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); SRC Facilities LLC (None); and SRC Real Estate (TX), LLC (None). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

**VERIFIED STATEMENT OF COHEN, WEISS AND SIMON LLP**  
**PURSUANT TO FEDERAL RULE OF BANKRUPTCY PROCEDURE 2019**

PURSUANT TO Rule 2019 of the Federal Rules of Bankruptcy Procedure, the law firm of Cohen, Weiss and Simon LLP (“CWS”) gives notice of representation of more than one creditor in the above-captioned bankruptcy case, and states as follows:

1. CWS represents the following creditors (hereinafter, the “Union Entities”):

- (a) International Union, UAW  
8000 East Jefferson Avenue  
Detroit, Michigan 48214
- (b) United Steelworkers  
60 Boulevard of the Allies, Room 807  
Pittsburgh, PA 15222
- (c) Workers United  
22 South 22<sup>nd</sup> Street  
Philadelphia, PA 19103

2. The Union Entities have claims against certain of the Debtors in amount not yet determined. These claims arise from obligation of the Debtors under collective bargaining agreements. The claims asserted by the Union Entities arose both before and during the one year period prior to the filing of the above-referenced case.

3. CWS was engaged by the Union Entities in November 2018 at the instance of the Union Entities.

4. CWS has no claims or interests against any of the Debtors.  
5. CWS reserves the right to amend this Verified Statement.  
6. The undersigned verifies that the foregoing Verified Statement is true and accurate to the best of the undersigned’s knowledge, information, and belief.

Dated: November 28, 2018  
New York, New York

Respectfully submitted,

By: /s/ Melissa S. Woods  
Melissa S. Woods  
Richard M. Seltzer  
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900 Third Avenue, 21st Floor  
New York, New York 10022-4869  
(212) 563-4100

*Counsel for UAW, USW, and Workers  
United*

**CERTIFICATE OF SERVICE**

I hereby certify that on this 28th day of November 2018, a copy of the foregoing document was served by electronically filing it with the Court using the CM/ECF system, which sent notification to all parties of interest participating in the CM/ECF system.

*/s/Melissa S. Woods*

Melissa S. Woods